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# Federal Reserve Release

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*H.2*

## *Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received*

*No. 17*

*Week Ending April 25, 1998*

**BANK HOLDING COMPANIES**

South Tulsa Financial Corporation, Tulsa, Oklahoma -- to acquire Bank South, N.A.  
- Approved, April 20, 1998

U.S. Bancorp, Minneapolis, Minnesota -- to acquire Piper Jaffray Companies, Inc.,  
and engage in underwriting and dealing in, to a limited extent, bank-ineligible  
securities and other nonbanking securities.  
- Permitted, April 20, 1998

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<b>BS&amp;R</b>	Banking Supervision and Regulation	<b>RBOPS</b>	Reserve Bank Operations and Payment
<b>C&amp;CA</b>	Consumer and Community Affairs	<b>IF</b>	International Finance
<b>FOMC</b>	Federal Open Market Committee	<b>OSDM</b>	Office of Staff Director for Management

**BANK BRANCHES, DOMESTIC**

Minneapolis

American Bank of Montana, Bozeman, Montana -- to establish a branch at 501 East Main Street.

- Approved, April 22, 1998

Cleveland

Apple Creek Banking Company, Apple Creek, Ohio -- to establish a branch at 5091 Manchester Road, Manchester, Ohio.

- Approved, April 23, 1998

New York

Chase Manhattan Bank, New York, New York -- to establish a branch at Pfizer Inc. at 219 East 42nd Street.

- Approved, April 23, 1998

Kansas City

Citizens Bank, Westminster, Colorado -- to establish a branch at 7180 West 103rd Avenue.

- Approved, April 24, 1998

Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at 7401 Highway 43, Florence, Alabama.

- Approved, April 24, 1998

Chicago

Fifth Third Bank of Central Indiana, Indianapolis, Indiana -- to establish branches at 5025 West 71st Street; and 905 North Green Street, Brownsburg, Indiana.

- Approved, April 22, 1998

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish the Liberty Bank Mart at 5420 Liberty-Fairfield, Hamilton, Ohio.

- Approved, April 24, 1998

**BANK BRANCHES, DOMESTIC**

Richmond

First Virginia Bank-Piedmont, Lynchburg, Virginia -- to establish a branch inside the Kroger Store at 143 Crown Drive, Danville, Virginia.

- Approved, April 22, 1998

Richmond

Heritage Bank, McLean, Virginia -- to establish a branch at Unit 6, Heritage Plaza, Pidgeon Hill Drive, Sterling, Virginia.

- Approved, April 20, 1998

Richmond

Horizon Bank of Virginia, Merrifield, Virginia -- to establish a branch in the Heritage Mall Shopping Center at 7857 Heritage Drive, Annandale, Virginia.

- Approved, April 20, 1998

Chicago

Liberty Bank, Milwaukee, Wisconsin -- to establish a branch at 15505 West National Avenue, New Berlin, Wisconsin.

- Approved, April 23, 1998

St. Louis

Southern Commercial Bank, St. Louis, Missouri -- to establish a branch at 5638 Telegraph Road.

- Approved, April 20, 1998

Richmond

Union Bank and Trust Company, Bowling Green, Virginia -- to establish a branch at 2811 Fall Hill Avenue, Fredericksburg, Virginia.

- Approved, April 24, 1998

Richmond

Virginia Bank and Trust Company, Danville, Virginia -- to establish a branch at Franklin Turnpike and Mount Hermon Circle.

- Approved, April 20, 1998

**BANK HOLDING COMPANIES**

Atlanta

Alabama National Bancorporation, Birmingham, Alabama -- to merge with Public Bank, St. Cloud, Florida.

- Approved, April 23, 1998

Chicago

Baraboo Bancorporation, Inc., Baraboo, Wisconsin -- to acquire State Bank of Wonewoc, Wonewoc, Wisconsin.

- Approved, April 24, 1998

Richmond

BB&T Corporation, Winston-Salem, North Carolina -- to acquire Franklin Bancorporation, Inc., Washington, D.C.

- Approved, April 23, 1998

Chicago

Capital Bancorp Ltd., Lansing, Michigan, and Sun Community Bancorp Limited, Phoenix, Arizona -- to acquire Biltmore Community Bank, Phoenix, Arizona.

- Approved, April 22, 1998

Chicago

Capitol Bancorp Ltd., Lansing, Michigan, and Sun Community Bancorp Limited, Phoenix, Arizona -- to acquire Southern Arizona Community Bank, Tucson, Arizona.

- Approved, April 22, 1998

Secretary

Community Trust Bancorp, Inc., Pikeville, Kentucky -- to acquire Community Trust Bank of West Virginia, N.A., Williamson, West Virginia.

- Approved, April 20, 1998

Kansas City

CountryBanc Holding Company, Edmond, Oklahoma -- to acquire Home State Bank, Hobart, Oklahoma.

- Approved, April 22, 1998

**BANK HOLDING COMPANIES**

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- to acquire CitFed BanCorp, Inc., Dayton, Ohio.

- Approved, April 23, 1998

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- to acquire State Savings Company, Columbus, Ohio.

- Approved, April 23, 1998

Director, BS&R

First Security Corporation, Salt Lake City, Utah -- modification of a commitment made in connection with approval of its notice to engage de novo in certain nonbanking activities through First Security Capital Markets, Inc.

- Granted, April 21, 1998

Richmond

First Union Corporation, Charlotte, North Carolina -- to acquire Bowles Hollowell Conner & Co.

- Approved, April 23, 1998

Atlanta

Flag Financial Corporation, La Grange, Georgia -- to merge with Three Rivers Bancshares, Inc., Milan, Georgia, and acquire Bank of Milan.

- Approved, April 22, 1998

Chicago

Founders Financial Corporation, Grand Rapids, Michigan -- to acquire Founders Trust Personal Bank.

- Approved, April 21, 1998

San Francisco

Greater Bay Bancorp, Palo Alto, California -- to merge with Pacific Rim Bancorporation, San Francisco, California, and acquire Golden Gate Bank, San Francisco, California.

- Approved, April 22, 1998

**BANK HOLDING COMPANIES**

Chicago

Hawthorne Corporation, Mundelein, Illinois -- to acquire Hawthorne Bank.  
- Returned, April 24, 1998

San Francisco

Home Valley Bancorp, Cave Junction, Oregon -- to acquire Home Valley Bank.  
- Approved, April 24, 1998

New York

Interchange Financial Services Corporation, Saddle Brook, New Jersey -- to acquire Jersey Bank For Savings, Montvale, New Jersey.  
- Approved, April 21, 1998

Chicago

Iowa First Bancshares, Corp., Muscatine Iowa -- redemption of shares.  
- Approved, April 23, 1998

Philadelphia

Mainline Bancorp, Inc., Ebensburg, Pennsylvania -- to acquire the First National Bank of Spangler, Spangler, Pennsylvania.  
- Approved, April 24, 1998

Atlanta

Republic Security Financial Corporation, West Palm Beach, Florida -- request for waiver of application to merge with UniFirst Federal Savings Bank, Hollywood, Florida.  
- Returned, April 22, 1998

Atlanta

State of Franklin Bancshares, Inc., Pigeon Forge, Tennessee -- to acquire State of Franklin Savings Bank, Johnson City, Tennessee.  
- Approved, April 23, 1998

Dallas

WNB Bancshares, Inc., Odessa, Texas -- to acquire City National Bank, Austin, Texas.  
- Approved, April 24, 1998

**BANK MERGERS**

Richmond

F&M Bank-Northern Virginia, Fairfax, Virginia -- to merge with The Bank of Alexandria, Alexandria, Virginia.

- Approved, April 21, 1998

Cleveland

Fifth Third Bank of Columbus, Columbus, Ohio -- to acquire a branch of Fifth Third Bank, Cincinnati, at 1720 Zolinger Road, Upper Arlington, Ohio, and to establish a branch.

- Approved, April 23, 1998

Cleveland

Fifth Third Bank of Columbus, Columbus, Ohio -- to acquire State Savings Bank.

- Approved, April 23, 1998

Cleveland

Fifth Third Bank of Southern Ohio, Hillsboro, Ohio -- to acquire a branch of The Fifth Third Bank of Western Ohio, Dayton, Ohio, at 140 West Main Street, Wilmington, Ohio, and to establish a branch.

- Approved, April 23, 1998

Cleveland

Fifth Third Bank of Western Ohio, Dayton, Ohio -- to acquire Citizens Federal Savings Bank, FSB, and to establish branches.

- Approved, April 23, 1998

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to acquire seven branches of The Fifth Third Bank of Western Ohio, Dayton, Ohio, in Hamilton; Middletown, Lebanon; and Fairfield, Ohio, and to establish branches.

- Approved, April 23, 1998

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to acquire Century Bank, Upper Arlington, Ohio, and to establish branches.

- Approved, April 23, 1998

**BANK MERGERS**

Kansas City

First Security Bank, Fort Lupton, Colorado -- to merge with The First Security Bank, Craig, Colorado.  
- Approved, April 20, 1998

New York

Interchange Bank, Saddle Brook, New Jersey -- to merge with Jersey Bank for Savings, Montvale, New Jersey.  
- Approved, April 21, 1998

**CAPITAL STOCK**

Kansas City

First Liberty Capital Corporation, Hugo, Colorado -- redemption of shares.  
- Approved, April 21, 1998

**CHANGE IN BANK CONTROL**

Kansas City

AmFirst Financial Services, Inc., McCook, Nebraska -- change in bank control.  
- Permitted, April 20, 1998

Minneapolis

Delano State Agency, Inc., Delano, Minnesota -- change in bank control.  
- Permitted, April 23, 1998

San Francisco

Learner Financial Corporation, Walnut Creek, California -- change in bank control.  
- Permitted, April 23, 1998

St. Louis

Tallahatchie Holding Company, Charleston, Mississippi -- change in bank control.  
- Permitted, April 22, 1998

**COMPETITIVE FACTORS REPORTS**

San Francisco

Bank of Santa Maria, Santa Maria, California -- report on competitive factors of the proposed merger with Mid-State Bank, Arroyo Grande, California.  
- Submitted, April 21, 1998

**COMPETITIVE FACTORS REPORTS**

Richmond

Cenit Bank, FSB, Norfolk, Virginia -- report on competitive factors of the proposed merger with Cenit Bank, Virginia Beach, Virginia.  
- Submitted, April 20, 1998

Richmond

Community Trust Bank of West Virginia, National Association, Williamson, West Virginia -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of 14 branches of Bank One West Virginia, N.A., Huntington; and two branches of Bank One Wheeling-Steubenville, N.A., Wheeling, West Virginia.  
- Submitted, April 20, 1998

San Francisco

First Republic Bank, Las Vegas, Nevada -- report on competitive factors of the proposed merger with Fidelity Management Trust Company of New York, New York, New York.  
- Submitted, April 22, 1998

St. Louis

Guaranty Bank and Trust Company, Belzoni, Mississippi -- report on competitive factors of the proposed merger with Bank of Hollandale, Hollandale, Mississippi.  
- Submitted, April 23, 1998

New York

Habib American Bank, New York, New York -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Los Angeles branch of Habib Bank AG Zurich, Zurich, Switzerland.  
- Submitted, April 24, 1998

Dallas

Highlands Bank, Highlands, Texas -- report on competitive factors of the proposed merger with New Highlands Bank.  
- Submitted, April 22, 1998

**COMPETITIVE FACTORS REPORTS**

St. Louis

Mercantile Bank of Arkansas, N.A., North Little Rock, Arkansas -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of Horizon Bank, Malvern, Arkansas.  
- Submitted, April 20, 1998

St. Louis

Mercantile Trust Company, N.A., St. Louis, Missouri -- report on competitive factors of the proposed merger with Horizon Bank, Malvern, Arkansas.  
- Submitted, April 20, 1998

Dallas

Metrobank, N.A., Houston, Texas -- report on competitive factors of the proposed merger with New Metrobank N.A, Houston, Texas.  
- Submitted, April 22, 1998

Philadelphia

Ocean Federal Savings Bank, Toms River, New Jersey -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Whiting, New Jersey, branch of Summit Bank, Hackensack, New Jersey.  
- Submitted, April 21, 1998

Philadelphia

Schuykill Savings and Loan Association, Schuykill, Pennsylvania -- report on competitive factors of the proposed merger with Sobieski Building and Loan Association, Mount Carmel, Pennsylvania.  
- Submitted, April 21, 1998

St. Louis

South Side National Bank in St. Louis, St. Louis, Missouri -- report on competitive factors of the proposed merger with Public Service Bank, A FSB.  
- Submitted, April 23, 1998

Atlanta

SouthTrust Bank, N.A., Birmingham, Alabama -- report on competitive factors of the proposed merger with American National Bank of Florida, Jacksonville, Florida.  
- Approved, April 22, 1998

### **COMPETITIVE FACTORS REPORTS**

#### Minneapolis

U.S Bank National Association, Minneapolis, Minnesota -- report on competitive factors of the proposed merger with Piper Trust Company.

- Submitted, April 20, 1998

#### San Francisco

USDB Merger Corporation, Stockton, Colorado -- report on competitive factors of the proposed merger with Union Safe Deposit Bank.

- Submitted, April 23, 1998

### **EXTENSIONS OF TIME**

#### Richmond

FCNB Corp, Frederick, Maryland, and FCNB Bank -- extension to divest certain property.

- Granted, April 21, 1998

#### Kansas City

FirstBank Holding Company of Colorado Employee Stock Ownership Plan, Lakewood, Colorado -- extension to July 21, 1998, to acquire FirstBank Holding Company of Colorado.

- Granted, April 21, 1998

### **INTERNATIONAL OPERATIONS**

#### Philadelphia

Bryn Mawr Bank Corporation, Bryn Mawr, Pennsylvania -- to invest in BMT Jersey, a trust company on the Isle of Jersey in the Channel Islands.

- Approved, April 24, 1998

### **SECURITIES REGULATION**

#### Director BS&R

Over-the-counter stocks -- revised list of OTC stocks subject to margin requirements, and a list of foreign margin stocks.

- Published, April 24, 1998

**District 1**  
**Federal Reserve Bank of Boston**

**Applications and notifications filed during the week of April 25, 1998**

**Section I - Applications subject to newspaper notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section II - Applications subject to both newspaper and Federal Register notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Cambridge Financial Group, Inc., Cambridge, Massachusetts - application filed pursuant to Section 3(a)(1) of the Bank Holding Company Act proposing to become a mutual bank holding company through the reorganization of Cambridge Savings Bank, Cambridge, Massachusetts.*	Newspaper-05/26/98 Fed Reg -05/26/98
3(a)(1)	Plymouth Bancorp, Inc., Wareham, Massachusetts - application filed pursuant to Section 3(a)(1) of the Bank Holding Company Act proposing to become a mutual bank holding company through the reorganization of Plymouth Savings Bank, Wareham, Massachusetts.	Newspaper - 05/26/98 Fed Reg - 05/26/98

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\*Subject to the provisions of the Community Reinvestment Act.

**Section III - Applications subject to Federal Register notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section IV - Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section V - Availability of CRA public evaluations**

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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None

**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

<i>Institution</i>	<i>Location</i>
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None

**District 2**  
**Federal Reserve Bank of New York**

**Applications and notifications filed during the week of April 25, 1998**

**Section I - Applications subject to newspaper notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section II - Applications subject to both newspaper and Federal Register notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	The K&Z Company LLC, Brooklyn, New York, to become a one-bank holding company through the acquisition of up to 75 percent of The First Bational Bank of Lisbon, Rochester, New York.	Fed Reg - 05/21/98 <u>1/</u>

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1/ Date specified in Federal Register notice; a later date may be specified in the newspaper notice.

**Section III - Applications subject to Federal Register notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section IV - Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section V - Availability of CRA public evaluations**

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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None

**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

<i>Institution</i>	<i>Location</i>
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None

**District 3**  
**Federal Reserve Bank of Philadelphia**

**Applications and notifications filed during the week of April 25, 1998**

**Section I - Applications subject to newspaper notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section II - Applications subject to both newspaper and Federal Register notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section III - Applications subject to Federal Register notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section IV - Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section V - Availability of CRA public evaluations**

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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None

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**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

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<i>Institution</i>	<i>Location</i>
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None

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**District 4**  
**Federal Reserve Bank of Cleveland**

**Applications and Notifications Filed During the Week of April 25, 1998**

**Section I - Applications subject to newspaper notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section II - Applications subject to both newspaper and Federal Register notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Received application from FNB Corporation, Hermitage, PA on April 1, 1998, to acquire Southwest Interim Bank No. 4 which will operate for 44-60 days as Seminole Bank, N.A., whereupon it will be merged into First National Bank of Florida, Largo, FL.	Newspaper - N/Avail

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**Section III - Applications subject to Federal Register notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section IV - Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section V - Publicly available CRA evaluations**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
887827	The Hamler State Bank 210 Randolph Street Hamler, OH 43524	12/15/97	4/24/98	Satisfactory	Small Bank

**Section VI - CRA examinations scheduled 2nd Quarter of 1998**

<i>Institution</i>	<i>Location</i>
Citizens Deposit Bank & Trust	P.O. Box 9, 400 Second Street, Vanceburg, KY 41179-0009
Enterprise Bank	6150 Enterprise Parkway, Solon, OH 44139
Farmers Bank & Savings Company	P.O. Box 626, 211 W. 2nd Street, Pomeroy, OH 45769-1037
Heartland Bank	P.O. Box 7, 12 N. Main Street, Croton, OH 43013-0007
The Citizens Banking Company	P.O. Box 247, 10 E. Main Street, Salineville, OH 43945-0247
The St. Henry Bank	P.O. Box 330, 231 E. Main Street, St. Henry, OH 45883
Towne Bank	610 East South Boundary, Perrysburg, OH 43551

# District 5

## Federal Reserve Bank of Richmond

**Applications and notifications filed during the week of April 25, 1998**

### **Section I - Applications subject to newspaper notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Fort Belvoir Commissary at 6020 Gorgas Road, Fort Belvoir, Virginia.*	5/18/98
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Fort Lee Commissary at 400 Shop Road, Fort Lee, Virginia.*	5/18/98
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Langley AFB Commissary at 51 Spaatz Drive, Langley AFB, Hampton, Virginia.*	5/18/98
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Walter Reed Commissary at 2460 Linden Lane, Silver Spring, Maryland.*	5/18/98

\*Subject to the provisions of the Community Reinvestment Act.

### **Section II - Applications subject to both newspaper and Federal Register notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	BB&T Corporation, Winston-Salem, North Carolina, to acquire 100% of the common stock of BB&T Bankcard Corporation, Columbus, Georgia, in organization.*	Fed Reg - 5/18/98 Newspaper - 5/19/98
3(a)(3)	Community Bankshares, Inc., Orangeburg, South Carolina, to acquire 100% of the common stock of Florence National Bank, Florence, South Carolina, in organization.*	Fed Reg - 5/23/98 Newspaper - 5/15/98

\*Subject to the provisions of the Community Reinvestment Act.

### **Section III - Applications subject to Federal Register notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

**Section IV - Applications not subject to Federal Register or newspaper notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Allied Irish Banks, p.l.c., Dublin, Ireland, to engage in certain investment advisory activities.	

**Section V - Availability of CRA public evaluations**

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
708333	The Peoples Bank of Mullens 200 1st Street Mullens, West Virginia 25882	2/9/98	4/23/98	Satisfactory	Small Bank

**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

<i>Institution</i>	<i>Location</i>
None	

## District 6

### Federal Reserve Bank of Atlanta

#### Applications and notifications filed during the week of April 25, 1998

##### Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco de Credito Inversiones, S.A., Santiago, Chile, to establish an international agency located in Miami, Florida.*	N/Avail

\*Subject to the provisions of the Community Reinvestment Act.

##### Section II - Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Republic Bancshares, Inc., St. Petersburg, Florida, to acquire Bankers Savings Bank, FSB, Coral Gables, Florida, and thereby engage in operating a savings association.*	N/Avail
3(a)(1)	CNB Holdings, Inc., Alpharetta, Georgia, to become a bank holding company by acquiring Chattahoochee National Bank, Alpharetta, Georgia (in organization).*	N/Avail
CIC	DBT Holding Company, Vidalia, Georgia, after-the-fact notification filed by the Darby Family Limited Partnership No. 2, Vidalia, Georgia, to retain 46.6 percent of the outstanding shares of DBT Holding Company, Vidalia, Georgia.	N/Avail
3(a)(5)	Premier Bancshares, Inc., Atlanta, Georgia, to merge with The Bank Holding Company, Griffin, Georgia, and thereby acquire First Community Bank of Henry County, McDonough, Georgia, and The Bank of Spaulding County, Griffin, Georgia.*	Fed Reg - 5/18/98

\*Subject to the provisions of the Community Reinvestment Act.

##### Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

**Section IV - Applications not subject to Federal Register or newspaper notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
WAIVER	SouthTrust Corporation, Birmingham, Alabama, application waiver request in connection with the proposed merger with American Banks of Florida, Inc., Jacksonville, Florida, and indirect acquisition of American National Bank of Florida, Jacksonville, Florida.	
4(c)(8)	Community Financial Services, Inc., Atlanta, Georgia, to acquire Community Bank Marketing, Inc., Atlanta, Georgia, and thereby engage in management consulting and counseling activities.	
3(a)(1)	UB&T Financial Services Corporation, Rockmart, Georgia, notice to become a bank holding company by acquiring United Bank & Trust Company, Rockmart, Georgia.	

**Section V - Availability of CRA public evaluations**

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
931636	Gulf Bank P.O. Box 015-299 Miami, Florida 33145	01/20/98	04/22/98	Satisfactory	Small Bank

**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

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*Institution*

*Location*

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None

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# District 7

## Federal Reserve Bank of Chicago

**Applications and notifications filed during the week of April 25, 1998**

### **Section I - Applications subject to newspaper notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Old Kent Bank Grand Rapids, Michigan 3010 Union Lake Road Commerce Township, Michigan	Newspaper - 5/14/98

Newspaper - Newspaper Comment Period Ending Date

### **Section II - Applications subject to both newspaper and Federal Register notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Halbur Bancshares, Inc.* Halbur, Iowa Westside Banco, Inc Westside, Iowa Westside State Savings Bank Westside, Iowa	Fed Reg - 4/13/98 Newspaper - 5/6/98

Fed Reg - Federal Register Comment Period Ending Date

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not available at this time

\*Subject to the provisions of the Community Reinvestment Act

### **Section III - Applications subject to Federal Register notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	National Australia Bank Limited Melbourne, Australia Banc One Mortgage Corporation Indianapolis, Indiana	Fed Reg - 5/13/98

Fed Reg - Federal Register Comment Period Ending Date

**Section IV - Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section V - Availability of CRA public evaluations**

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
None					

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**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

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<i>Institution</i>	<i>Location</i>
None	

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# District 8

## Federal Reserve Bank of St. Louis

### Applications and notifications filed during the week of April 25, 1998

#### Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by McIlroy Bank & Trust, Fayetteville, Arkansas, to establish a branch at the 3350 West Wedington Drive, Fayetteville, Arkansas.*	5/5/98

\*Subject to the provisions of the Community Reinvestment Act.

#### Section II - Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving P & W Bancshares, Inc., Little Rock, Arkansas, by The Robert M. Wilson Family Limited Partnership (previously reported during the week of April 13, 1998).	Newspaper - 5/6/98

#### Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

#### Section IV - Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Notice by Citizens Bancorp, Inc., Charleston, Missouri, to acquire Citizens Bank, Charleston, Missouri.	Not applicable
3(a)(5)	Notice by Signature Bancshares, Inc., Springfield, Missouri, to acquire Signature Bank, Springfield, Missouri.	Not applicable

**Section V - Availability of CRA public evaluations**

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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None

**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

<i>Institution</i>	<i>Location</i>
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None

**District 9**  
**Federal Reserve Bank of Minneapolis**  
**Applications and Notifications Filed During the Week of April 25, 1998**

**Section I - Applications subject to newspaper notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Interstate Bank, Billings, Montana, to establish a branch in Lame Deer, Montana.*	5/9/98
Branch	Flint Creek Valley Bank, Philipsburg, Montana, to establish a branch in Butte, Montana.*	5/10/98

\*Subject to the provisions of the Community Reinvestment Act.

**Section II - Applications subject to both newspaper and Federal Register notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Avon State Bank Employee Stock Ownership Plan, Avon, Minnesota, for prior approval to acquire 36.1% of the voting shares of Avon Bancshares, Inc., Avon, Minnesota.*	Fed Reg - 5/23/98
CIC	Carl Larson to acquire control of 31.2% of the voting shares of Omega City Holding Company, La Moure, North Dakota.	N/Avail
CIC	Myron Mulder to acquire control of 24.5% of the voting shares of PSB Financial Shares, Inc., Prinsburg, Minnesota.	N/Avail

\*Subject to the provisions of the Community Reinvestment Act.

**Section III - Applications subject to Federal Register notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

**Section IV - Applications not subject to Federal Register or newspaper notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

**Section V - Publicly available CRA evaluations**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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None

**Section VI - CRA examinations scheduled 2nd Quarter of 1998**

<i>Institution</i>	<i>Location</i>
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None

**District 10**  
**Federal Reserve Bank of Kansas City**

**Applications and notifications filed during the week of April 25, 1998**

**Section I - Applications subject to newspaper notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Boulder, to establish a branch at 915 Hoover Street, Longmont, Colorado.	Newspaper - N/Avail

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**Section II - Applications subject to both newspaper and Federal Register notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Ned and Margaret Stuart Family Partnership, LP; and J.L. and Delene Stuart Family Partnership, LP, both of Shattuck, Oklahoma, for prior approval to acquire voting shares of Shattuck Bancshares, Inc., Shattuck, Oklahoma, and thereby indirectly acquire Shattuck National Bank, Shattuck, Oklahoma.	Newspaper - 04/30/98 Fed Reg - 05/13/98

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**Section III - Applications subject to Federal Register notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section IV - Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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**Section V - Availability of CRA public evaluations**

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*Description of the CRA Goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.*

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA.:

- Outstanding**
- Satisfactory**
- Needs to Improve**
- Substantial noncompliance**

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<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
None				

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**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

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<i>Institution</i>	<i>Location</i>
None	

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**District 11**  
**Federal Reserve Bank of Dallas**

**Applications and notifications filed during the week of April 25, 1998**

**Section I - Applications subject to newspaper notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
<hr/>		
None		
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**Section II - Applications subject to both newspaper and Federal Register notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
<hr/>		
None		
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**Section III - Applications subject to Federal Register notice only**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
<hr/>		
None		
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**Section IV - Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
<hr/>		
None		
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**Section V - Availability of CRA public evaluations**

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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None

**Section VI - CRA examinations scheduled for 2nd Quarter of 1998**

<i>Institution</i>	<i>Location</i>
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None

# District 12

## Federal Reserve Bank of San Francisco

### Applications and Notifications Filed During the Week of April 25, 1998

#### Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Santa Barbara Bank and Trust, Santa Barbara, California, to re-establish its branch office at 2010 Mission Drive, Solvang, California.*	Newspaper - 4/29/98

\*Subject to the provisions of the Community Reinvestment Act.

#### Section II - Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Jefferson State Bancorp, Medford, Oregon, to become a bank holding company by acquiring Bank of Southern Oregon, Medford, Oregon.*	Newspaper - 5/19/98 Fed Reg - 5/21/98
3(a)(1)	San Juan Bank Holding Company, Friday Harbor, Washington, to become a bank holding company by acquiring Islanders Bank, Friday Harbor, Washington.*	Newspaper - 5/15/98 Fed Reg - 5/26/98
3(a)(5)	Heritage Financial Corporation, Olympia, Washington, to acquire 100 percent of North Pacific Bancorporation, Tacoma, Washington.*	Newspaper - 5/15/98 Fed Reg - 5/22/98

\*Subject to the provisions of the Community Reinvestment Act.

#### Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Palm Desert Investments, Palm Desert, California, to engage <u>de novo</u> , directly, in bringing together buyers and sellers in connection with the sale of Automated Teller Machines ("ATM's"), or management rights with respect to such ATM's.	Fed Reg - 5/12/98

**Section IV - Applications not subject to Federal Register or newspaper notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Pedcor Bancorp, Indianapolis, Indiana, to engage in making debt and equity investments in connection with low-income housing through Pedcor Funding Corporation, Indianapolis, Indiana.	None

**Section V - Publicly available CRA evaluations**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>Large bank</i>	<i>Small bank</i>

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>Large bank</i>	<i>Small bank</i>
None						

**Section VI - CRA examinations scheduled 2nd Quarter of 1998**

<i>Institution</i>	<i>Location</i>
None	